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UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
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**DECLARATION OF DANIEL N. ZINMAN IN SUPPORT OF SCHEDULING  
A HEARING ON THE MOTION FOR ORDER (I) EXTENDING DEADLINE  
FOR SUBMISSION OF CURE NOTICES, (II) APPROVING THE CURE NOTICES  
EXECUTED BY MOVANTS WITH RESPECT TO THEIR CLAIMS, AND  
(III) DIRECTING THE DEBTORS (A) TO RECONCILE CURE CLAIMS  
WITH CORRESPONDING CLAIMS, AND (B) TO MAKE CURE CLAIM  
DISTRIBUTIONS DIRECTLY TO MOVANTS**

I, DANIEL N. ZINMAN, hereby declare pursuant to 28 U.S.C. § 1746 as follows:

1. I am an attorney of the firm of Kasowitz, Benson, Torres & Friedman LLP

("KBTF"), counsel to *Argo Partners, Inc., ASM Capital, Avenue Capital Management, LLC,*

*Contrarian Capital Management, LLC, Hain Capital Group, Longacre Master Fund, Ltd., and*

*Sierra Liquidity Fund, LLC* (collectively, the "Movants"), and I am authorized to make this

Declaration.

2. I submit this Declaration based on personal knowledge except where otherwise indicated in support of scheduling a hearing on shortened notice with respect to the Motion for Order (I) Extending Deadline for Submission of Cure Notices, (II) Approving the Cure Notices Executed by Movants With Respect to Their Claims, and (III) Directing the Debtors (A) to Reconcile Cure Claims With Corresponding Claims, and (B) to Make Cure Claim Distributions Directly to Movants (the "Motion").

3. Attached to the Motion as Exhibit B is a true and correct copy of an email from counsel to the Movants to the Debtors, dated December 28, 2007.

4. Attached to the Motion as Exhibit C is a true and correct copy of an email from the Debtors to counsel to the Movants, dated January 4, 2008.

5. The Motion seeks an order (I) extending the deadline for submission of the Cure Notices<sup>1</sup> from January 11, 2008 through January 16, 2008, (II) approving the Cure Notices executed by the Movants with respect to their claims, and (III) directing the Debtors (A) to reconcile the cure claims with corresponding claims, and (B) to make Cure Amount distributions directly to the Movants.

6. I understand that the Court's *Order Under 11 U.S.C. §§ 102(1) and 105 and Fed. R. Bankr. P. 2002(m), 9006, 9007, and 9014 Establishing (I) Omnibus Hearing Dates, (II) Certain Notice, Case Management, and Administrative Procedures, and (III) Scheduling an Initial Case Conference in Accordance With Local Bankr. R. 1007-2(e)* [Docket No. 245] (the "Notice Procedures Order") requires other than for good cause shown that all matters be heard on omnibus hearing dates and on no less than ten days' notice.

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<sup>1</sup> Capitalized terms not defined herein shall have the meanings ascribed to them in the Motion.

7. The Movants respectfully submit that expedited consideration of the Motion is necessary and appropriate to ensure that, if the Motion is granted, the Movants have sufficient time to submit Cure Notices. If the Debtors choose to proceed on the schedule they have proposed, the Cure Notices must be submitted on January 11, 2008 which in most instances would require transmittal no later than January 10, 2008.

8. Substantially contemporaneously herewith, the Movants have served a copy of this Declaration, the Order to Show Cause and the Motion on counsel to the Debtors, counsel to the Creditors Committee, and the Office of the United States Trustee for the Southern District of New York.

9. The Movants propose that the Motion be heard on January 10, 2008 at 2:00 p.m. (the "Hearing Date"), or as soon thereafter as the matter may be heard, before the Honorable Robert D. Drain, United States Bankruptcy Judge, in Room 610 of the United States Bankruptcy Court for the Southern District of New York, One Bowling Green, New York, New York 10004 (the "Hearing").

10. In conjunction with the Motion, the Movants request that any deadlines and notice periods established by the Notice Procedures Order, the Federal Rules of Bankruptcy Procedure and the Local Bankruptcy Rules for the Southern District of New York, to the extent applicable, be modified and suspended to the extent necessary to hear and determine the Motion at the Hearing.

11. As more fully set forth in the Motion, inasmuch as the Solicitation Order sets a January 11, 2008 deadline to make an election for the payment of cure claims in stock or cash based on the submission of cure claims notices and the Motion seeks relief from the January 11, 2008 deadline, the Movants respectfully request that the Motion be heard on the Hearing Date.

As more fully set forth in the Motion, the Movants have already requested an extension of the January 11, 2008 deadline from the Debtors and other accommodations that would have obviated the need for this motion, but each such requested accommodation was denied. The Movants submit that good and sufficient cause exists for the Court to conduct a hearing on the Motion on the Hearing Date, or such other time as may be convenient for the Court.

12. No previous request for the relief sought in the Motion has been made to this or any other Court.

Executed this 9th day of January, 2008 at New York, New York.



DANIEL N. ZINMAN